

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM633619

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
24 Hour Fitness USA, Inc.		12/10/2020	Corporation:
RECEIVING PARTY DATA			
Name:	24 Hour Fitness USA, LLC		
Street Address:	12647 Alcosta Boulevard, Suite 500		
City:	San Ramon		
State/Country:	CALIFORNIA		
Postal Code:	94583		
Entity Type:	Limited Liability Company: CALIFORNIA		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	90084338	24 LIFE	
CORRESPONDENCE DATA			
Fax Number:	3102299901		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	3102290468		
Email:	mwnorman@venable.com		
Correspondent Name:	Marjorie Witter Norman		
Address Line 1:	2049 Century Park East, Suite 2300		
Address Line 2:	Venable LLP		
Address Line 4:	Los Angeles, CALIFORNIA 90067		
ATTORNEY DOCKET NUMBER:	132922398118		
NAME OF SUBMITTER:	Marjorie Witter Norman		
SIGNATURE:	/Marjorie Witter Norman/		
DATE SIGNED:	03/22/2021		
Total Attachments: 2			
source=24 HOUR FITNESS USA INC to 24 HOUR FITNESS USA LLC - CA - Conversion - 547050-5-0 (003)#page1.tif			
source=24 HOUR FITNESS USA INC to 24 HOUR FITNESS USA LLC - CA - Conversion - 547050-5-0 (003)#page2.tif			

OP \$40.00 90084338

202035110692

LLC-1A File #



State of California Secretary of State

1143727- Out

Limited Liability Company Articles of Organization - Conversion

FILED Secretary of State State of California

KC

DEC 10 2020

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DM

IMPORTANT - Read all instructions before completing this form.

This Space For Filing Use Only

Converted Entity Information

1. Name of Limited Liability Company (The name must include the words Limited Liability Company or the abbreviations LLC or L.L.C. The words Limited and Company may be abbreviated to Ltd. and Co., respectively.)

24 Hour Fitness USA, LLC

2. The purpose of the limited liability company is to engage in any lawful act or activity for which a limited liability company may be organized under the California Revised Uniform Limited Liability Company Act.

3. The limited liability company will be managed by (check only one):

One Manager

More Than One Manager

All Limited Liability Company Member(s)

4. Initial Street Address of Limited Liability Company's Designated Office in CA
12647 Alcosta Boulevard, Suite 500

City San Ramon

State CA

Zip Code 94583

5. Initial Mailing Address of Limited Liability Company, if different from Item 4

City

State

Zip Code

6. Initial Agent for Service of Process: Item 6a: List the name of an individual or a corporation registered in CA under California Corporations Code section 1505 that agrees to be your agent for service of process. You may not list the converted entity as the agent. Item 6b: If the agent is an individual, list the agent's CA business or residential street address. Item 6c: If the agent is an individual and the converting entity is a CA corporation, limited partnership or general partnership, list the agent's mailing address. Do not list an address if the agent is a CA registered corporate agent as the address for service of process is already on file.

a. Name of Agent For Service of Process

CORPORATION SERVICE COMPANY which will do business in CA as CSC - lawyers incorporating service

b. If an individual, Street Address of Agent for Service of Process - Do not list a P.O. Box

City

State CA

Zip Code

c. If an individual, Mailing Address of Agent for Service of Process

City

State

Zip Code

Converting Entity Information

7. Name of Converting Entity

24 Hour Fitness USA, Inc.

8. Form of Entity Corporation

9. Jurisdiction CA

10. CA Secretary of State File Number, if any C1143727

11. The principal terms of the plan of conversion were approved by a vote of the number of interests or shares of each class that equaled or exceeded the vote required. If a vote was required, the following was required for each class:

The class and number of outstanding interests entitled to vote.

AND

The percentage vote required of each class.

Common Stock: 3,050,125

66.67%

Additional Information

12. Additional information set forth on the attached pages, if any, is incorporated herein by this reference and made part of this certificate.

13. I certify under penalty of perjury that the contents of this document are true. I declare I am the person who executed this instrument, which execution is my act and deed.

Chris Nelson

Signature of Authorized Person

Chris Nelson, CFO and Executive Vice President

Type or Print Name and Title of Authorized Person

Dean Myatt

Signature of Authorized Person

Dean Myatt, Secretary and GC

Type or Print Name and Title of Authorized Person



I hereby certify that the foregoing
transcript of _____ page(s)
is a full, true and correct copy of the
original record in the custody of the
California Secretary of State's office.

DEC 23 2020 *JM*

Date: _____

Alex Padilla

ALEX PADILLA, Secretary of State

TRADEMARK

REEL: 007229 FRAME: 0115

RECORDED: 03/22/2021